

Gregg W. Zive

Honorable Gregg W. Zive
United States Bankruptcy Judge



Entered on Docket
February 19, 2014

STEPHEN R. HARRIS, ESQ.
Nevada Bar No. 001463
HARRIS LAW PRACTICE LLC
6151 Lakeside Drive, Suite 2100
Reno, Nevada 89511
Telephone: (775) 786-7600
E-Mail: steve@harrislawreno.com
Attorneys for Debtor

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEVADA

* * * * *

IN RE:

Case No. 09-51532-GWZ
Chapter 11

HDGIANTS, INC.,

**ORDER APPROVING MOTION TO
DISTRIBUTE REMAINING ESTATE
FUNDS AND DISMISS CHAPTER 11
CASE**

Debtor.

Hrg. Date: February 11, 2014
Hrg. Time: 10:00 a.m.
Est. Time: 10 Minutes
Set By: Calendar Clerk

Based upon the MOTION TO DISTRIBUTE REMAINING ESTATE FUNDS AND DISMISS CHAPTER 11 CASE [Docket No. 267] ("Motion") filed by HDGIANTS, INC., a Nevada corporation, Debtor and Debtor-In-Possession herein ("Debtor"), on January 14, 2014, by and through Debtor's attorney STEPHEN R. HARRIS, ESQ., of HARRIS LAW PRACTICE LLC; with STEPHEN R. HARRIS, ESQ., of HARRIS LAW PRACTICE LLC appearing on behalf of the Debtor; WILLIAM B. COSSITT, ESQ., appearing on behalf of the Office of the

1 United States Trustee; LOUIS M. BUBALA, ESQ. of ARMSTRONG TEASDALE LLP,
2 appearing on behalf of general unsecured creditor FRIENDLY CAPITAL PARTNERS, L.P.;
3 and the Motion having been duly noticed to all creditors and interested parties for hearing on
4 February 11, 2014, at 10:00 a.m.; and the Court noting a Limited Objection filed by
5 FRIENDLY CAPITAL PARTNERS, L.P. with respect to the distribution of proceeds to Scott
6 Bahnman; and the Court considering the oral argument of counsel for the relief requested; and
7 good cause appearing;

8 **IT IS HEREBY ORDERED** that the MOTION TO DISTRIBUTE REMAINING
9 ESTATE FUNDS AND DISMISS CHAPTER 11 CASE, is granted, and that the Debtor's
10 attorney, STEPEHN R. HARRIS, ESQ., of HARRIS LAW PRACTICE LLC, is authorized to
11 distribute remaining estate monies according to the amounts set forth in the attached Exhibit "A-
12 REVISED" that has been revised from the previously filed Exhibit "A" attached to the subject
13 Motion, taking into account the increase in the allowed administrative fees, thereby reducing
14 accordingly the distributions to the allowed general unsecured creditors;

15 **IT IS FURTHER ORDERED** that after the remaining estate funds have been fully
16 disbursed, then the Chapter 11 case of HDGIANTS, INC., a Nevada corporation, is hereby
17 dismissed;

18 **IT IS FURTHER ORDERED** that the Stipulation attached hereto as Exhibit "B"
19 between SCOTT BAHNMAN, the INTERNAL REVENUE SERVICE and FRIENDLY
20 CAPITAL PARTNERS, L.P., is hereby approved by this Court with respect to the distribution
21 of estate funds that have been authorized to be paid to SCOTT BAHNMAN, which are to be
22 disbursed to the INTERNAL REVENUE SERVICE, in the estimated amount of \$28,666.14, in
23 response to its Notice of Federal Tax Lien, and then the remainder to FRIENDLY CAPITAL
24 PARTNERS, L.P., pursuant to the Stipulation of the parties attached hereto as Exhibit "B";

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28 ///

1 **IT IS FURTHER ORDERED** that the funds currently on deposit in the general client
2 trust account maintained by HARRIS & PETRONI, LTD, in the amount of \$145,051.52, shall
3 be disbursed in total to HARRIS LAW PRACTICE LLC, general client trust account, from
4 which all of the estate distribution of funds as authorized herein shall be paid from.

5 Submitted by:

6 STEPHEN R. HARRIS, ESQ.
7 HARRIS LAW PRACTICE LLC

8 */s/ Stephen R. Harris*
9 Attorneys for Debtor

10 Approved by:

11 LOUIS M. BUBALA, ESQ,
12 ARMSTRONG TEASDALE LLP

13 */s/ Louis M. Bubala*
14 Attorneys for Friendly Capital Partners, L.P.

15 Approved by:

16 ROLLIN G. THORLEY, ESQ.

17
18 _____
19 Attorney for the Internal Revenue Service

20 Approved by:

21
22 _____
23 SCOTT BAHNMAN, CEO
HDGIANTS, INC.

24 Approved by:

25 U.S. TRUSTEE'S OFFICE

26 *William B. Cossitt*
27 William B. Cossitt, Esq., #3484
28 Trial Attorney for United States Trustee
Tracy Hope Davis

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5 Submitted by:

6 STEPHEN R. HARRIS, ESQ.
7 HARRIS LAW PRACTICE LLC

8 _____
9 Attorneys for Debtor

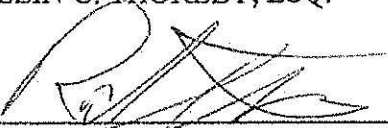
10 Approved by:

11 LOUIS M. BUBALA, ESQ,
12 ARMSTRONG TEASDALE LLP

13 _____
14 Attorneys for Friendly Capital Partners, L.P.

15 Approved by:

16 ROLLIN G. THORLEY, ESQ.

17 
18 _____
19 Attorney for the Internal Revenue Service

20 Approved by:

21 _____
22 SCOTT BAHNMAN, CEO
23 HDGIANTS, INC.

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4 which all of the estate distribution of funds as authorized herein shall be paid from.

5 Submitted by:

6 STEPHEN R. HARRIS, ESQ.
7 HARRIS LAW PRACTICE LLC

8 _____
9 Attorneys for Debtor

10 Approved by:

11 LOUIS M. BUBALA, ESQ,
12 ARMSTRONG TEASDALE LLP

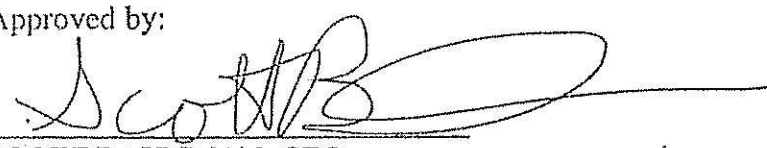
13 _____
14 Attorneys for Friendly Capital Partners, L.P.

15 Approved by:

16 ROLLIN G. THORLEY, ESQ.

17 _____
18 Attorney for the Internal Revenue Service

19
20 Approved by:

21 
22 SCOTT BAHNMAN, CEO
23 HDGIANTS, INC.

CERTIFICATION RE: RULE 9021

In accordance with Local Rule 9021, counsel submitting this document certifies that the order accurately reflects the court's ruling and that (check one):

_____ The court has waived the requirement set forth in LR 9021(b)(1).

_____ No party appeared at the hearing or filed an objection to the motion.

 X I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:

WILLIAM B. COSSITT, ESQ.
U.S. TRUSTEE'S OFFICE

APPROVED

LOUIS M. BUBALA, ESQ.
ARMSTRONG TEASDALE LLP
Attorneys for Friendly Capital Partners, L.P.

APPROVED

ROLLIN G. THORLEY, ESQ.
Attorney for the Internal Revenue Service

APPROVED

SCOTT BAHNMAN, CEO
HDGIANTS, INC.

APPROVED

_____ I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order.

Dated this 16th day of February, 2014.

HARRIS LAW PRACTICE LLC

/s/ Stephen R. Harris
STEPHEN R. HARRIS, ESQ.

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EXHIBIT "A-REVISED"

HDGIANTS, INC. -- EXHIBIT "A"

ADMINISTRATIVE CLAIMS (100%)

CREDITOR NAME	SCHEDULED AMOUNT	PROOF OF CLAIM AMOUNT	ALLOWED AMOUNT	PAYMENT AMOUNT
Harris & Petroni, Ltd.	\$0.00	\$0.00	\$9,648.36	\$9,648.36
Harris Law Practice LLC	\$0.00	\$0.00	\$16,080.86	\$16,080.86
Ashley Quinn, CPA	\$0.00	\$0.00	\$15,000.00	\$15,000.00
United States Trustee	\$0.00	\$0.00	\$3,542.30	\$3,542.30
Total	\$0.00	\$0.00	\$44,271.52	\$44,271.52

PRIORITY UNSECURED CLAIMS (100%)

CREDITOR NAME	SCHEDULED AMOUNT	PROOF OF CLAIM AMOUNT	ALLOWED AMOUNT	PAYMENT AMOUNT
Internal Revenue Service	\$0.00	\$1,037.28	\$1,037.28	\$1,037.28
Washoe County Treasurer	\$1,352.52	\$1,489.77	\$1,489.77	\$1,489.77
Christopher Macagno	\$2,833.33	\$0.00	\$2,668.29	*\$165.04
Daniel Fuentes	\$7,750.00	\$0.00	\$7,750.00	*\$451.43
Jack Wrigley	\$10,416.67	\$0.00	\$10,416.67	*\$606.76
Jeremy Carter	\$6,250.00	\$0.00	\$6,250.00	*\$364.06
John Phan	\$10,950.00	\$0.00	\$10,950.00	*\$637.82
John Williams	\$9,375.00	\$9,375.00	\$9,375.00	*\$9,375.00
Justin Cain	\$6,250.00	\$0.00	\$6,250.00	*\$364.06
Katherine Ryan	\$3,333.33	\$0.00	\$3,333.33	*\$194.16
Scott Bahneman	\$2,166.67	\$0.00	\$2,166.67	*\$2,166.67
Total	\$60,677.52	\$11,902.05	\$61,687.01	\$16,852.05

NON-PRIORITY UNSECURED CLAIMS (0.00983232%)

CREDITOR NAME	SCHEDULED AMOUNT	PROOF OF CLAIM AMOUNT	ALLOWED AMOUNT	PAYMENT AMOUNT
2003 Charles & MaryAnne Smith Family Trust	\$112,147.95	\$112,147.95	\$112,147.95	\$1,102.67
50 West Liberty, LLC	\$5,702.21	\$0.00	\$5,702.21	\$56.07
Adrian King	\$0.00	\$100,000.00	\$100,000.00	\$983.23
Alhambra & Sierra Springs	\$35.70	\$0.00	\$35.70	\$0.35
Alligator Records	\$63.46	\$0.00	\$63.46	\$0.62
Ashley Quinn, CPA's & Consultants	\$5,114.87	\$5,191.59	Withdrawn	-----
Aspen Media Products	\$198,684.05	\$227,253.39	\$227,253.39	\$2,234.43

CREDITOR NAME	SCHEDULED AMOUNT	PROOF OF CLAIM AMOUNT	ALLOWED AMOUNT	PAYMENT AMOUNT
AT&T	\$2,991.07		\$2,991.07	\$29.41
Atrato, Inc.	\$275,520.55	\$276,250.00	\$276,250.00	\$2,716.18
Bisbeaux Productions c/o Cramden Coach Corp.	\$11.84	\$0.00	\$11.84	\$0.12
Can Phan	\$0.00	\$30,208.33	Disallowed \$0.00	-----
CDW Direct, LLC	\$267.74	\$0.00	\$267.74	\$2.63
Charter Communications	\$1,639.98	\$0.00	\$1,639.98	\$16.12
Chime Entertainment, LLC	\$242.28	\$0.00	\$242.28	\$2.38
Christopher Macagno	\$0.00	\$5,666.00	Disallowed \$0.00	-----
Cislo & Thomas, LLP	\$16,940.75	\$16,940.75	\$16,940.75	\$166.57
Commodores Entertainment Corp.	\$5.60	\$0.00	\$5.60	\$0.06
Concord Music Group, Inc.	\$3,830.92	\$0.00	\$3,830.92	\$37.67
David Dempsey	\$315,583.56	\$315,583.56	\$315,583.56	\$3,102.92
Derek Sholl Entertainment	\$18.20	\$0.00	\$18.20	\$0.18
Diamond Glass Company	\$182.54	\$0.00	\$182.54	\$1.79
Dynagraphic Printing	\$602.55	\$611.20	\$611.20	\$6.01
Egami Media, Inc.	\$79.56	\$0.00	\$79.56	\$0.78
Emi Global Digital Operation	\$171.60	\$171.60	\$171.60	\$1.69
Exyst, Inc.	\$4,331.25	\$0.00	\$4,331.25	\$42.59
Federal Express	\$98.68	\$0.00	\$98.68	\$0.97
Fifty-One BPM, LLC	\$39.00	\$0.00	\$39.00	\$0.38
Friendly Capital Partners, LP	\$50,854.79	\$0.00	Duplicate \$0.00	-----
Friendly Capital Partners, LP	\$1,834,591.78	\$1,884,509.59	\$1,884,509.59	\$18,529.15
Glaser, Weil, Fink, Jacobs & Shapiro	\$51,115.65	\$57,166.37	\$57,166.37	\$562.08
Godigital Records, LLC	\$48.30	\$0.00	\$48.30	\$0.47
Intellectrace	\$4,408.13	\$0.00	\$4,408.13	\$43.34
Jack Wrigley	\$0.00	\$20,832.00	Disallowed \$0.00	-----
Jeremy Carter		\$12,500.00	Disallowed \$0.00	-----
Jesse Derek Learmonth	\$7,770.00	\$7,770.00	\$7,770.00	\$76.40
John Phan	\$0.00	\$19,791.67	Disallowed \$0.00	-----
Justin Cain	\$0.00	\$10,950.00	Disallowed \$0.00	-----
Katherine Ryan	\$0.00	\$3,000.00	Disallowed \$0.00	-----
Koch Entertainment LP	\$970.22	\$0.00	\$970.22	\$9.54
Left Turn Music, LLC	\$28.40	\$0.00	\$28.40	\$0.28
Misha Mapstone	\$155,400.00	\$155,400.00	\$155,400.00	\$1,527.94
MX Logic	\$324.00	\$0.00	\$324.00	\$3.19

CREDITOR NAME	SCHEDULED AMOUNT	PROOF OF CLAIM AMOUNT	ALLOWED AMOUNT	PAYMENT AMOUNT
Naxos of America, Inc.	\$1,450.24	\$1,098.76	\$1,098.76	\$10.80
Odyssey Business Services	\$78,332.71	\$0.00	\$78,332.71	\$770.19
Paramount Pictures Corp.	\$376,000.00	\$600,000.00	Disallowed	-----
Randy Simouneaux	\$246,710.96	\$246,710.96	\$246,710.96	\$2,425.74
Razor & Tie Direct, LLC	\$294.77	\$0.00	\$294.77	\$2.90
Ronald Chaisson	\$514,767.12	\$557,161.64	\$557,161.64	\$5,478.19
Ronald Chaisson	\$262,942.47	\$220,547.95	\$220,547.95	\$2,168.50
Roy Lindauer	\$1,890.00	\$1,800.00	\$1,800.00	\$17.70
Salesforce.com	\$702.00	\$0.00	\$702.00	\$6.90
Scott Bahneman	\$29,646.46	\$0.00	\$29,646.46	\$291.49
Scott Bahneman	\$3,363,001.92	\$3,487,421.37	\$3,487,421.37	\$34,289.44
Scott Bahneman	\$124,419.45	\$0.00	\$124,419.45	\$1,223.33
Sony Music Entertainment	Disputed -\$1,017,976.28	\$0.00	No Proof of Claim \$0.00	-----
Staples Credit Plan Dept. 00-02320190	\$620.35	\$0.00	\$620.35	\$6.10
Tone Audio	\$600.00	\$0.00	\$600.00	\$5.90
Toyon Investments, LLC	\$566,698.63	\$0.00	\$566,698.63	\$5,571.96
Verizon Wireless	\$505.54	\$1,249.78	\$1,249.78	\$12.29
Warner Music, Inc.	\$410,785.16	\$415,922.96	Disallowed	-----
Wells Fargo Bank	\$25,119.48	\$25,045.53	\$25,045.53	\$246.26
Wells Fargo Bank	\$9,491.82	\$9,925.43	\$9,925.43	\$97.59
Wells Fargo Bank	\$4,536.94	\$4,345.18	\$4,345.18	\$42.72
Wired Solutions	\$16.10	\$0.00	\$16.10	\$0.16
Wobbly World, LLC	\$17.44	\$0.00	\$17.44	\$0.17
Zojak Worldwide	\$143.50	\$0.00	\$143.50	\$1.41
Total	\$10,086,486.52	\$8,833,173.56	\$8,535,921.50	\$83,927.95

*Please see Amended Order Approving Revised Amended Motion for Order Authorizing Debtor to Pay Priority Unsecured Wage Claims ("Amended Order") [Doc No. 154] – Sums listed for "Payment Amount" represent difference paid post-petition from Amended Order and "Scheduled Amount" determined owing, with residuals owing each to receive 100% amount owed because they are Priority Unsecured Claims.

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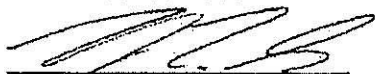
EXHIBIT "B"

STIPULATION AS TO DISTRIBUTION OF FUNDS FROM BANKRUPTCY ESTATE OF HDGIANTS, INC.

Scott Bahneman; the United States of America, on behalf of the Internal Revenue Service; Friendly Capital Partners, L.P.; and Harris Law Practice LLC, as distributing agent for the bankruptcy estate of HDGiants, Inc., stipulate that the funds to be distributed on the claims of Scott Bahneman from the bankruptcy estate of HDGiants, Inc., shall be paid first to the federal tax lien recorded against Mr. Bahneman in San Diego County, California, and the remainder shall be paid to Friendly Capital Partners, L.P., ~~against the debt owed on notes from Mr. Bahneman to Friendly Capital Partners, L.P.~~

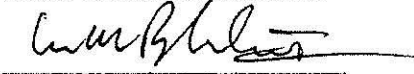
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Scott Bahneman
SPH

LA JOLLA LAW GROUP



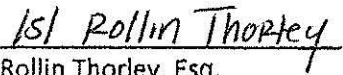
Kent Sharp, Esq.
Counsel for Scott Bahneman

ARMSTRONG TEASDALE LLP



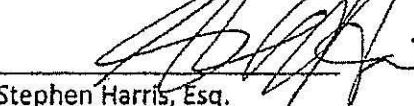
LMB
Counsel for Friendly Capital Partners, LP

UNITED STATES OF AMERICA



Rollin Thorley, Esq.
Counsel for the Internal Revenue Service

HARRIS LAW PRACTICE LLC



Stephen Harris, Esq.
Distributing agent for Bankruptcy Estate of HDGiants, Inc.